

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. Contract ID Code Firm-Fixed-Price		Page 1 Of 7					
2. Amendment/Modification No.  P00013		3. Effective Date  2007JUN29		4. Requisition/Purchase Req No.  SEE SCHEDULE		5. Project No. (If applicable)					
6. Issued By U.S. ARMY TACOM LCMC AMSTA-AQ-AHPC KURT FLEISCHHUT (586)574-8255 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL WEAPON SYSTEM: WPN SYS: M5 EMAIL: KURT.FLEISCHHUT@US.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA INDIANAPOLIS EMMETT J. BEAN CENTER 8899 E. 56TH ST. INDIANAPOLIS, IN 46249-5701		Code S1501A					
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  GENERAL MOTORS CORPORATION ALLISON TRANSMISSION 4700 W 10TH ST INDIANAPOLIS, IN 46222-3277  TYPE BUSINESS: Large Business Performing in U.S.				SCD C		PAS NONE		ADP PT HQ0337			
				<input type="checkbox"/>		9A. Amendment Of Solicitation No.					
				<input type="checkbox"/>		9B. Dated (See Item 11)					
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. W56HZV-04-C-0422					
				<input type="checkbox"/>		10B. Dated (See Item 13) 2004APR29					
Code 73342		Facility Code									
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS											
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.											
12. Accounting And Appropriation Data (If required) SEE SECTION G (IF APPLICABLE)											
13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS It Modifies The Contract/Order No. As Described In Item 14.											
KIND MOD CODE: G											
<input type="checkbox"/> A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A. The Changes Set Forth In Item 14 Are Made In											
<input type="checkbox"/> B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).											
<input checked="" type="checkbox"/> C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: mutual consent											
<input type="checkbox"/> D. Other (Specify type of modification and authority)											
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.											
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)  SEE SECOND PAGE FOR DESCRIPTION											
Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.											
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) MARLENE SCHEELE MARLENE.SCHEELE@US.ARMY.MIL (586)574-8056							
15B. Contractor/Offeror  (Signature of person authorized to sign)				15C. Date Signed		16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed  2007JUN29			
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243					

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> W56HZV-04-C-0422 <b>MOD/AMD</b> P00013	<b>Page</b> 2 <b>of</b> 7
<b>Name of Offeror or Contractor:</b> GENERAL MOTORS CORPORATION		

SECTION A - SUPPLEMENTAL INFORMATION

1. The purpose of Modification P00013 to Contract W56HZV-04-C-0422 is to provide funding for an additional 240 X200-4 to X200-4A Configuration Transmission Upgrades with Reconditioned Containers.

2. In order to implement this action, CLIN 0006AA, 0006AB, 0007AA are hereby established.

3. CLIN 0006AA is for a quantity of 120 X200-4 to X200-4A Transmission Upgrades. The unit price of \$46,965.60 for these CY2007 deliveries is calculated based on 228,017 total Plant 14 hours (U.S. Government and International) for CY 2007.

4. CLIN 0006AB is for a quantity of 120 X200-4 to X200-4A Transmission Upgrades. The unit price of \$50,989.88 for these CY2008 deliveries is calculated based on 186,006 total Plant 14 hours (U.S. Government and International) for CY 2008.

5. CLIN 0007AA is for Inspect and Repair as Necessary (IRAN) items to support Transmission Upgrades under CLINS 0006AA and 0006AB. IRAN quantities to support CY07 deliveries are priced at 228,017 total Plant 14 hours (U.S. Government and International). IRAN quantities to support CY08 deliveries are priced at 186,006 total Plant 14 hours (U.S. Government and International).

6. The parties hereby agree that the 120 each X200-4 upgraded units to be delivered in CY 2007 will be at the price depicted in paragraph 3 plus IRAN parts, which will include a profit rate of 15%, excluding the cost of money. The 120 units will be delivered in CY 2007 and are firm fixed price based on total U.S. Government and International hours for CY 2007.

7. The parties hereby agree that the 120 each X200-4 upgraded units to be delivered in CY 2008 will be at the price depicted at paragraph 4 plus IRAN parts, which will include a profit rate of 15%, excluding the cost of money. By December 31, 2007 Allison Transmission and TACOM agree to apply a downward only price adjustment to the current price for the 120 units to be delivered in CY 2008, based on total military and commercial hours, should the total hours reflect an increase from those stated above. The resulting modification incorporating the downward only price adjustment would be on a firm-fixed price basis with no future adjustments. Should the total hours in Plant 14 reflect no increase in hours from those stated above, and no additional factors are identified that could have an impact on respective unit prices, the original prices shall remain in effect.

8. Should the U.S. Government unilaterally terminate or reduce a program, or programs, resulting in reduced U.S. Government hours, affected unit prices shall be adjusted accordingly, based upon the rates in effect at the time of such termination or reduction, as reviewed and audited by DCM Indianapolis. The final price, as determined by the provisions of this paragraph, will include a profit rate of 15%, excluding the cost of money. However, should a commercial customer of Allison Transmission unilaterally terminate or reduce a program, or programs, resulting in reduced hours, no adjustment shall be made to affected prices nor is the U.S. Government liable for any type of rate adjustment.

9. As a result of the above:

a. Total quantity of X200-4 to X200-4A Upgraded Transmissions with Reconditioned Containers on this contract is hereby increased by 240 units, from 520 to 760 each.

b. Total contract value is hereby increased by \$12,646,210.80 from \$35,007,406.11 to 47,653,616.91.

10. Allison Transmission's Small Business Subcontracting Plan date June 7, 2007 is hereby incorporated by reference into this modification.

11. All other terms and conditions remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A0014 \*\*\*

**Name of Offeror or Contractor:** GENERAL MOTORS CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
0006	NSN: 2520-01-397-1074 SECURITY CLASS: Unclassified				
0006AA	<p>PRODUCTION QUANTITY</p> <p>NOUN: TRANSMISSION UPGRADE PRON: EH7Y6547EH      PRON AMD: 01      ACRN: AD AMS CD: 060011</p> <p>Upgrade X200-4 Transmissions delivered as X200-4A Transmissions in accordance with Section C of the contract.</p> <p>Metal Shipping Container, qty 120, shall be reconditioned in accordance with Technical Bulletin (TB) 9-289 (Attachment 1) and Section C.</p> <p>(End of narrative C001)</p> <p>Packaging and Marking PACKAGING/PACKING/SPECIFICATIONS: SPECIAL PACKAGING INSTRUCTIONS AK13971074 UNIT PACK: 001 LEVEL PRESERVATION: Military LEVEL PACKING: A</p> <p>Inspection and Acceptance INSPECTION: Origin      ACCEPTANCE: Origin</p> <p>Upgraded transmissions will be preserved and packaged in reconditioned metal containers (P/N 11650169), in accordance with Section D of the basic ontract.</p> <p>Marking in accordance with MIL-STD-129 including Bar Coding.</p> <p>(End of narrative E001)</p> <p>Deliveries or Performance DOC                          SUPPL <u>REL CD</u>    <u>MILSTRIP</u>    <u>ADDR</u>    <u>SIG CD</u>    <u>MARK FOR</u>    <u>TP CD</u> 001 W56HZV7059T640 SW3227 J                          2 <u>DEL REL CD</u>         <u>QUANTITY</u>                          <u>DEL DATE</u> 001                          10                          31-AUG-2007  002                          30                          28-SEP-2007</p>	120	EA	\$ 46,965.60000	\$ 5,635,872.00

CONTINUATION SHEET			Reference No. of Document Being Continued PIIN/SIIN W56HZV-04-C-0422 MOD/AMD P00013			Page 4 of 7	
Name of Offeror or Contractor: GENERAL MOTORS CORPORATION							
ITEM NO	SUPPLIES/SERVICES			QUANTITY	UNIT	UNIT PRICE	AMOUNT
0006AB	003	30	31-OCT-2007				
	004	25	30-NOV-2007				
	005	25	28-DEC-2007				
	FOB POINT: Origin						
	SHIP TO: (SW3227) DEF DIST DEPOT RED RIVER RECEIVING BLDG 499 10TH STREET AND K AVENUE TEXARKANA TX 75507-5000						
	DEF DIST DEPOT RED RIVER RECEIVING BLDG 499 10TH STREET AND K AVENUE TEXARKANA TX 75507-5000						
	<u>PRODUCTION QUANTITY</u>			120	EA	\$ 50,989.88000	\$ 6,118,785.60
	NOUN: TRANSMISSION UPGRADE PRON: EH7Y6547EH PRON AMD: 01 ACRN: AD AMS CD: 060011						
	Upgrade X200-4 Transmissions delivered as X200-4A Transmissions in accordance with Section C of the contract.						
	Metal Shipping Container, qty 120, shall be reconditioned in accordance with Technical Bulletin (TB) 9-289 (Attachment 1) and Section C.						
(End of narrative C001)							
<u>Packaging and Marking</u> PACKAGING/PACKING/SPECIFICATIONS: SPECIAL PACKAGING INSTRUCTIONS AK13971074 UNIT PACK: 001 LEVEL PRESERVATION: Military LEVEL PACKING: A							
<u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin							
Upgraded transmissions will be preserved and packaged in reconditioned metal containers (P/N 11650169), in accordance with Section D of the basic ontract.							

CONTINUATION SHEET		Reference No. of Document Being Continued			Page 5 of 7																																																												
		PIIN/SIIN W56HZV-04-C-0422	MOD/AMD P00013																																																														
Name of Offeror or Contractor: GENERAL MOTORS CORPORATION																																																																	
ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																																												
	<p>Marking in accordance with MIL-STD-129 including Bar Coding.</p> <p>(End of narrative E001)</p> <p><u>Deliveries or Performance</u></p> <table><tr><td>DOC</td><td colspan="5">SUPPL</td></tr><tr><td>REL CD</td><td>MILSTRIP</td><td>ADDR</td><td>SIG CD</td><td>MARK FOR</td><td>TP CD</td></tr><tr><td>001</td><td>W56HZV7059T640</td><td>SW3227</td><td>J</td><td></td><td>2</td></tr><tr><td>DEL REL CD</td><td colspan="2">QUANTITY</td><td colspan="3">DEL DATE</td></tr><tr><td>001</td><td colspan="2">20</td><td colspan="3">31-JAN-2008</td></tr><tr><td>002</td><td colspan="2">20</td><td colspan="3">29-FEB-2008</td></tr><tr><td>003</td><td colspan="2">20</td><td colspan="3">31-MAR-2008</td></tr><tr><td>004</td><td colspan="2">20</td><td colspan="3">30-APR-2008</td></tr><tr><td>005</td><td colspan="2">20</td><td colspan="3">30-MAY-2008</td></tr><tr><td>006</td><td colspan="2">20</td><td colspan="3">30-JUN-2008</td></tr></table> <p>FOB POINT: Origin</p> <p>SHIP TO:</p> <p>(SW3227) DEF DIST DEPOT RED RIVER RECEIVING BLDG 499 10TH STREET AND K AVENUE TEXARKANA TX 75507-5000</p> <p>DEF DIST DEPOT RED RIVER RECEIVING BLDG 499 10TH STREET AND K AVENUE TEXARKANA TX 75507-5000</p>	DOC	SUPPL					REL CD	MILSTRIP	ADDR	SIG CD	MARK FOR	TP CD	001	W56HZV7059T640	SW3227	J		2	DEL REL CD	QUANTITY		DEL DATE			001	20		31-JAN-2008			002	20		29-FEB-2008			003	20		31-MAR-2008			004	20		30-APR-2008			005	20		30-MAY-2008			006	20		30-JUN-2008						
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006	20		30-JUN-2008																																																														
0007	SECURITY CLASS: Unclassified																																																																
0007AA	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: X-200 CONVERSION IRAN PRON: EH7Y6624EH PRON AMD: 01 ACRN: AC AMS CD: 060011</p> <p>Consumption parts as necessary to support the delivery schedule of Item No. 0006AA and 0006AB for 240 each X200-4 to X200-4A Transmissions. A list of Consumption parts is available under separate cover to the cognizant ACO and resident QAR.</p> <p>Before payment, an inventory of</p>		LO		\$ 891,553.20																																																												

Name of Offeror or Contractor: GENERAL MOTORS CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>consumption parts must be validated by the DCMA Quality Assurance Representative. After the QAR validates the consumption parts, the Contractor will send to the Contract Specialist a priced list of the validated parts with a request for a lump sum payment for the billing period.</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin      ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH      PERF COMPL <u>REL CD</u>      <u>QUANTITY</u>      <u>DATE</u> 001      0      30-SEP-2008</p> <p>\$      891,553.20</p>				

Name of Offeror or Contractor: GENERAL MOTORS CORPORATION

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	OBLG STAT/ ACRN JOB ORD NO	PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
0006AA	EH7Y6547EH 060011	AD 2 \$	0.00 \$	5,635,872.00 \$	5,635,872.00
0006AB	EH7Y6547EH 060011	AD 2 \$	0.00 \$	6,118,785.60 \$	6,118,785.60
0007AA	EH7Y6624EH 060011	AC 2 \$	0.00 \$	891,553.20 \$	891,553.20
			NET CHANGE \$	12,646,210.80	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AC	97 X4930AC9D 6D	2571 S20113 W56HZV	\$ 891,553.20
Army	AD	97 X4930AC9D 6D	26KB S20113 W56HZV	\$ 11,754,657.60
NET CHANGE				\$ 12,646,210.80

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 35,007,406.11	\$ 12,646,210.80	\$ 47,653,616.91

ACRN	EDI ACCOUNTING CLASSIFICATION
AC 97 0X0X4930AC9D	S20113 76D0000060011000002571 S20113
AD 97 0X0X4930AC9D	S20113 76D00000600110000026KB S20113